

BEFORE THE TENNESSEE REGULATORY AUTHORITY AT

NASHVILLE, TENNESSEE

AUGUST 14, 2000

IN RE:

**PETITION FOR APPROVAL OF THE
INTERCONNECTION AGREEMENT AND
AMENDMENT THERETO NEGOTIATED BY
BELLSOUTH TELECOMMUNICATIONS, INC.
AND BLUESTAR NETWORKS, INC. PURSUANT
TO SECTIONS 251 AND 252 OF THE
TELECOMMUNICATIONS ACT OF 1996**

DOCKET NO. 00-00202

**ORDER APPROVING REQUEST FOR
EXTENSION OF NINETY (90) DAY REVIEW PERIOD**

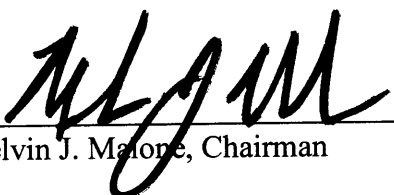
This matter came before the Tennessee Regulatory Authority (the "Authority") upon the letter filed jointly by BellSouth Telecommunications, Inc. and BlueStar Networks, Inc. (the "parties") on May 26, 2000. The letter states that the parties have agreed to and request the Authority to extend the 90-day review period for the interconnection agreement until July 11, 2000, due to questions raised by the Authority with respect to the interconnection agreement and ongoing settlement negotiations by the parties with regard to issues in the parties' pending arbitration proceeding (Authority Docket No. 99-00945).

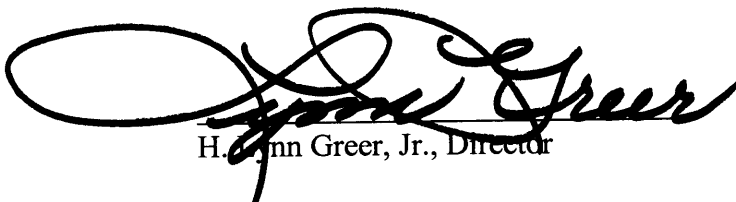
The parties' request to extend the 90-day review period was considered at a regularly scheduled Authority Conference held on June 6, 2000. At that Conference, the Directors determined that the extension would permit the parties additional time to work to resolve questions raised by the Authority regarding the interconnection agreement. Therefore, the Directors voted unanimously to extend the 90-day review period until July 11, 2000.

IT IS THEREFORE ORDERED THAT:

1. The parties' request to extend time is granted and the 90-day review period for the interconnection agreement between BellSouth Telecommunications, Inc. and BlueStar Networks, Inc. is extended until July 11, 2000; and

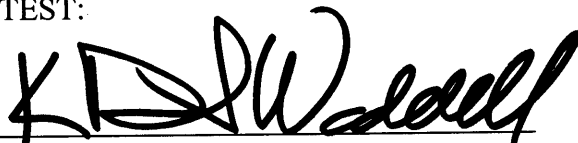
2. Any party aggrieved by the Authority's decision in this matter may file a Petition for Reconsideration with the Authority within fifteen (15) days from and after the date of this Order.


Melvin J. Malone, Chairman


H. Lynn Greer, Jr., Director


Sara Kyle, Director

ATTEST:


K. David Waddell, Executive Secretary